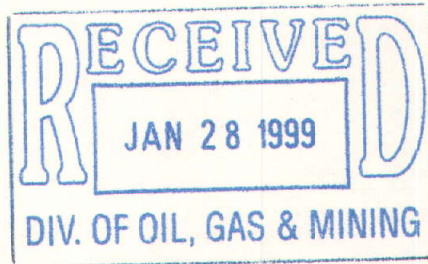


M/053/005



January 26, 1999

Mr. D. Wayne Hedberg, Permit Supervisor
Minerals Regulatory Program
State of Utah
Department of Natural Resources
Division of Oil, Gas and Mining
PO Box 145801
Salt Lake City, Utah 84114-5801

Re: Contract Extension, USMX of Utah, Inc./Dakota Mining Corporation, Goldstrike Mine,
M/053/005, Washington County, Utah

Dear Mr. Hedberg:

Enclosed are four executed copies of the "Contract Change Order". This appears to satisfy the concerns expressed in my letter dated January 18, 1999 sent to Mr. Braxton.

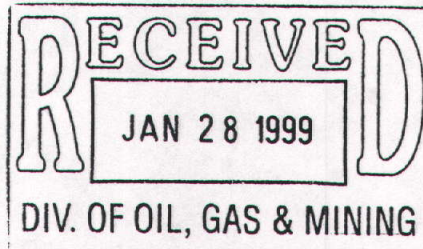
Thank you for your cooperation.

Sincerely,

Alan R. Bell
President & Chief Executive Officer

ARB/k
Encl
CC: D. Jensen

CONTRACT CHANGE ORDER
UTAH DIVISION OF OIL, GAS AND MINING
 1594 West North Temple, Suite 1210
 Salt Lake City, Utah 84114-5801



To: USMX of Utah, Inc.
Address: Attention: Alan R. Bell
 1560 Broadway, Suite 880
 Denver, CO 80202
Vendor Number: 44407E
Commodity Code: 91223

Date: January 19, 1999
Project Name: Goldstrike Mine Reclamation
Project Number: NF GLD 09 B
Contract Number: 98-6739
Change Order No. 1

Fund	Agency	Org	Approp. Unit	Activity (Mine)	Expenditure Object	Project or Job
757	560	9193			7316	NF GLD 09 B

You are hereby requested to comply with the following changes from the contract plans and specifications:

ITEM NO.	DESCRIPTION OF CHANGES IN QUANTITIES, UNIT PRICES, SCHEDULE, ETC.	INCREASE (DECREASE)
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1. Increase Contract completion time by 365 days for Maintenance and Monitoring of the site.

\$-0-

Net change in the contract price due to this order:

\$-0-

THE SUM OF \$NO CHANGE IS HEREBY ADDED TO THE TOTAL CONTRACT PRICE OF \$972,450.00, AND THE TOTAL ADJUSTED CONTRACT PRICE TO DATE THEREBY IS \$972,450.00. THE TIME FOR COMPLETION OF THE CONTRACT IS INCREASED 365 CALENDAR DAYS. CONTRACT SHALL EXPIRE ON January 31, 2000. THIS DOCUMENT SHALL BECOME ATTACHED TO AND BECOME AN AMENDMENT TO THE CONTRACT AND ALL PROVISIONS OF THE CONTRACT WILL APPLY HERETO.

Approved as to form by Assistant Attorney General

Approved by
Contract Rep:

[Signature]

Date: 1-19-99

Approved by
Mining Admin:

[Signature]

Date: 1-19-99

Accepted by
Contractor:

[Signature]

Date: 1-26-99

Approved by
DOGM Budget Off:

[Signature]

Date: 1-29-99

Approved by
DOGM Director:

[Signature]

Date: 1/29/99

Approved by
Divn Purchasing:

Date: _____

Approved by
Divn of Finance:

Date: _____

*Sent via building mail
 2-1-99*